

United States Bankruptcy Court District of New Jersey		Voluntary Petition																																																																			
Name of Debtor (if individual, enter Last, First, Middle): Crumbs 42nd Street II, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):																																																																			
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): DBA Crumbs Bake Shop		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):																																																																			
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN)/Complete EIN (if more than one, state all) 26-2205913		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)																																																																			
Street Address of Debtor (No. and Street, City, and State): 110 West 40th Street Suite 2100 New York, NY ZIP Code 10118		Street Address of Joint Debtor (No. and Street, City, and State): ZIP Code																																																																			
County of Residence or of the Principal Place of Business: New York		County of Residence or of the Principal Place of Business:																																																																			
Mailing Address of Debtor (if different from street address):		Mailing Address of Joint Debtor (if different from street address):																																																																			
		ZIP Code																																																																			
Location of Principal Assets of Business Debtor (if different from street address above): 43 West 42nd Street New York, NY 10036																																																																					
Type of Debtor (Form of Organization) (Check one box)		Nature of Business (Check one box)																																																																			
<input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other																																																																			
Chapter 15 Debtors Country of debtor's center of main interests: Each country in which a foreign proceeding by, regarding, or against debtor is pending:		TAX-EXEMPT ENTITY (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).																																																																			
		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box)																																																																			
		<input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13																																																																			
		Nature of Debts (Check one box) <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.																																																																			
Filing Fee (Check one box)		Chapter 11 Debtors Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,490,925 (<i>amount subject to adjustment on 4/01/16 and every three years thereafter</i>).																																																																			
<input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).																																																																			
Statistical/Administrative Information <ul style="list-style-type: none"> <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. 																																																																					
Estimated Number of Creditors <table style="margin-left: auto; margin-right: auto;"> <tr> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>1-49</td> <td>50-99</td> <td>100-199</td> <td>200-999</td> <td>1,000-5,000</td> <td>5,001-10,000</td> <td>10,001-25,000</td> <td>25,001-50,000</td> <td>50,001-100,000</td> <td>OVER 100,000</td> <td></td> </tr> </table> Estimated Assets <table style="margin-left: auto; margin-right: auto;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> <td></td> </tr> </table> Estimated Liabilities <table style="margin-left: auto; margin-right: auto;"> <tr> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input checked="" type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> <td><input type="checkbox"/></td> </tr> <tr> <td>\$0 to \$50,000</td> <td>\$50,001 to \$100,000</td> <td>\$100,001 to \$500,000</td> <td>\$500,001 to \$1 million</td> <td>\$1,000,001 to \$10 million</td> <td>\$10,000,001 to \$50 million</td> <td>\$50,000,001 to \$100 million</td> <td>\$100,000,001 to \$500 million</td> <td>\$500,000,001 to \$1 billion</td> <td>More than \$1 billion</td> <td></td> </tr> </table>				<input checked="" type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	1-49	50-99	100-199	200-999	1,000-5,000	5,001-10,000	10,001-25,000	25,001-50,000	50,001-100,000	OVER 100,000		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion		<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input type="checkbox"/>	<input checked="" type="checkbox"/>	<input type="checkbox"/>	\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000	\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion											
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THIS SPACE IS FOR COURT USE ONLY																																																																					

Voluntary Petition <i>(This page must be completed and filed in every case)</i>		Name of Debtor(s): Crumbs 42nd Street II, LLC
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet)		
Location Where Filed: - None -	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet)		
Name of Debtor: See attached list	Case Number:	Date Filed:
District:	Relationship:	Judge:
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) <input type="checkbox"/> Exhibit A is attached and made a part of this petition.		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b). X _____ Signature of Attorney for Debtor(s) (Date)
Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No.		
Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
Information Regarding the Debtor - Venue (Check any applicable box) <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes) <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.) _____ (Name of landlord that obtained judgment) _____ (Address of landlord) <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and <input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).		

Voluntary Petition

(This page must be completed and filed in every case)

Signature(s) of Debtor(s) (Individual/Joint)

I declare under penalty of perjury that the information provided in this petition is true and correct.
 [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.
 [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X

Signature of Debtor

X

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date

Signature of Attorney***X /s/ Michael D. Sirota**

Signature of Attorney for Debtor(s)

Michael D. Sirota MS-4088

Printed Name of Attorney for Debtor(s)

Cole, Schotz, Meisel, Forman & Leonard, P.A.

Firm Name

Court Plaza North
25 Main Street
Hackensack, NJ 07601

Address

201-489-3000 Fax: 201-489-1536

Telephone Number

July 11, 2014

Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X /s/ John D. Ireland

Signature of Authorized Individual

John D. Ireland

Printed Name of Authorized Individual

Chief Financial Officer

Title of Authorized Individual

July 11, 2014

Date

Name of Debtor(s):

Crumbs 42nd Street II, LLC**Signatures****Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

- I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.
- Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X

Signature of Foreign Representative

Printed Name of Foreign Representative

Date

Signature of Non-Attorney Bankruptcy Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

Address

X

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person,or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. §110; 18 U.S.C. §156.

LIST OF AFFILIATES

<u>COMPANY</u>	<u>CASE NO.</u>
Crumbs Bake Shop, Inc. a/k/a 57 th Street General Acquisition Corp.	14-
Crumbs Holdings LLC d/b/a CRBS Holdings, and d/b/a Crumbs Bake Shop	14-
Crumbs 42 nd Street II, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Broad Street, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Broadway LLC d/b/a Crumbs Bake Shop	14-
Crumbs Federal Street, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Garment Center LLC d/b/a Crumbs Bake Shop	14-
Crumbs Grand Central LLC d/b/a Crumbs Bake Shop	14-
Crumbs Greenvale LLC d/b/a Crumbs Bake Shop	14-
Crumbs Greenwich, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Hoboken, LLC d/b/a Crumbs Bake Shop	14-
Crumbs II, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Larchmont, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Lexington LLC d/b/a Crumbs Bake Shop	14-
Crumbs Park Avenue LLC d/b/a Crumbs Bake Shop	14-
Crumbs Retail Bake Shops, LLC (f/k/a Crumbs Fulton Street, LLC) d/b/a CRBS and d/b/a Crumbs Bake Shop	14
Crumbs Stamford, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Third Avenue LLC d/b/a Crumbs Bake Shop	14-

Crumbs Times Square LLC d/b/a Crumbs Bake Shop	14-
Crumbs Union Square LLC d/b/a Crumbs Bake Shop	14-
Crumbs Union Station LLC d/b/a Crumbs Bake Shop	14-
Crumbs West Madison, LLC d/b/a Crumbs Bake Shop	14-
Crumbs Woodbury LLC d/b/a Crumbs Bake Shop	14-

B4 (Official Form 4) (12/07)

United States Bankruptcy Court
District of New Jersey

In re Crumbs 42nd Street II, LLC

Debtor(s)

Case No.

Chapter

11

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
IA Clarington Global Tactical Income Fund, RBC Dexia Investor Servs Attn: Carol Lee. Royal Bank Plaza 200 Bay St., South Tower-SL Level Ontario Canada M5J2J5	IA Clarington Global Tactical Income Fund, RBC Dexia Investor Servs Attn: Carol Lee. Royal Bank Plaza Ontario Canada M5J2J5	Guarantors of Senior Convertible Notes	Contingent	1,838,644.51
Kitchener Investment Corp. CIBC Wood Gundy, Cert. Sec. Dept. 161 Bay St. 10th Fl, Attn: Abid Patel Toronto, Ontario Canada M5J2S8	Kitchener Investment Corp. CIBC Wood Gundy, Cert. Sec. Dept. 161 Bay St. 10th Fl, Attn: Abid Patel Canada M5J2S8	Guarantors of Senior Convertible Notes	Contingent	1,502,979.17
Cannell Capital LLC (Tristan Partners), One Capital Place 3rd Floor; Attn: J. Carlo Cannel GT Grand Cayman, KY1-1103 Cayman Islands	Cannell Capital LLC (Tristan Partners), One Capital Place 3rd Floor; Attn: J. Carlo Cannel Cayman Islands	Guarantors of Senior Convertible Notes	Contingent	1,001,986.11
Front Street Canadian Hedge Fund NBCN Inc. in Trust for Front St. Capital, Attn: Diane Gosse 130 King St. West, Ste 3000, Toronto, Ontario Canada M5X1J9	Front Street Canadian Hedge Fund NBCN Inc. in Trust for Front St. Capital, Attn: Diane Gosse Ontario Canada M5X1J9	Guarantors of Senior Convertible Notes	Contingent	926,837.15

B4 (Official Form 4) (12/07) - Cont.
In re Crumbs 42nd Street II, LLC

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
Aston Hill Growth & Income Fund 155 Wellington Street West, 2nd Floor Attn: Cage Carol Lee Toronto, Ontario Canada M5V3L3	Aston Hill Growth & Income Fund 155 Wellington Street West, 2nd Floor Attn: Cage Carol Lee Canada M5V3L3	Guarantors of Senior Convertible Notes	Contingent	651,290.97
Front Street Tactical Equity Class NBCN Inc. In Trust for Front St. Capital, Attn: Diane Gosse 130 King St. West, Ste 3000, Toronto, Ontario Canada M5X1J9	Front Street Tactical Equity Class NBCN Inc. In Trust for Front St. Capital, Attn: Diane Gosse Ontario Canada M5X1J9	Guarantors of Senior Convertible Notes	Contingent	631,251.25
York Plains Investment Corp. CIBC Wood Gundy, Cert. Sec. Dept. 161 Bay St. 10th Fl. Attn: Abid Patel Toronto, Ontario Canada M5J2S8	York Plains Investment Corp. CIBC Wood Gundy, Cert. Sec. Dept. 161 Bay St. 10th Fl. Attn: Abid Patel Canada M5J2S8	Guarantors of Senior Convertible Notes	Contingent	500,993.06
Marcandy Investments Inc. 130 King Street West Suite 2210 Toronto, ON M5X 1A9	Marcandy Investments Inc. 130 King Street West Suite 2210	Guarantors of Senior Convertible Notes	Contingent	500,973.06
Cannell Capital LLC (Tristan Offshore Fund) One Capital Place, 3rd Floor Attn: J. Carlo Cannell GT Grand Cayman, KY1-1103, KY	Cannell Capital LLC (Tristan Offshore Fund) One Capital Place, 3rd Floor GT Grand Cayman, KY1-1103, KY	Guarantors of Senior Convertible Notes	Contingent	400,794.44
Aston Hill Capital Growth Fund 155 Wellington Street West, 2nd Floor Attn: Cage Carol Lee Toronto, Ontario Canada M5V3L3	Aston Hill Capital Growth Fund 155 Wellington Street West, 2nd Floor Attn: Cage Carol Lee Canada M5V3L3	Guarantors of Senior Convertible Notes	Contingent	325,645.49

B4 (Official Form 4) (12/07) - Cont.
In re Crumbs 42nd Street II, LLC

Case No. _____

Debtor(s) _____

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Front Street Global Opportunities Class, NBCN Inc. In Trust for Front St. Capital, Attn: Diane Gosse 130 King St. West, Ste 3000, Toronto Ontario Canada M5X1J9	Front Street Global Opportunities Class, NBCN Inc. In Trust for Front St. Capital, Attn: Diane Gosse Ontario Canada M5X1J9	Guarantors of Senior Convertible Notes	Contingent	245,486.60
Delrina Consolidated LTD. 120 Adelaide Street West, Suite 1204 Toronto, ON M5H 1T1	Delrina Consolidated LTD. 120 Adelaide Street West, Suite 1204 Toronto, ON M5H 1T1	Guarantors of Senior Convertible Notes	Contingent	200,697.22
Rhoda Vyner, FBO GMP Securities LP, ITF 400-F8P0-F 145 King Street West, Suite 300 Toronto, Ontario Canada M5H1J8	Rhoda Vyner, FBO GMP Securities LP, ITF 400-F8P0-F 145 King Street West, Suite 300 Canada M5H1J8	Guarantors of Senior Convertible Notes	Contingent	200,397.22
Front Street Growth & Income Class NBCN Inc. In Trust for Front St. Capital, Attn: Diane Gosse 130 King St. West, Ste 3000, Toronto Ontario Canada M5X1J9	Front Street Growth & Income Class NBCN Inc. In Trust for Front St. Capital, Attn: Diane Gosse Ontario Canada M5X1J9	Guarantors of Senior Convertible Notes	Contingent	200,397.22
Redwood Income Strategies Class CIBC Mellon Global Securities Servs Attn: Jeffrin Mahendran 199 Bay St., Commerce Ct. W, Toronto Ontario Canada M5L1G9	Redwood Income Strategies Class CIBC Mellon Global Securities Servs Attn: Jeffrin Mahendran Ontario Canada M5L1G9	Guarantors of Senior Convertible Notes	Contingent	160,317.78
Aston Hill Opportunities Fund 155 Wellington Street West, 2nd Floor Attn: Cage Carol Lee Toronto, Ontario Canada M5V3L3	Aston Hill Opportunities Fund 155 Wellington Street West, 2nd Floor Attn: Cage Carol Lee Canada M5V3L3	Guarantors of Senior Convertible Notes	Contingent	30,059.58
1114 Trizec Swig LLC Church Street Station P.O. Box 6756 New York, NY 10249-6756	1114 Trizec Swig LLC Church Street Station P.O. Box 6756 New York, NY 10249-6756	Trade Debt		9,650.46

B4 (Official Form 4) (12/07) - Cont.

In re **Crumbs 42nd Street II, LLC**

Case No. _____

Debtor(s)

LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS
(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>

**DECLARATION UNDER PENALTY OF PERJURY
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Chief Financial Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date July 11, 2014

Signature /s/ John D. Ireland

John D. Ireland
Chief Financial Officer

Penalty for making a false statement or concealing property: Fine of up to \$500,000 or imprisonment for up to 5 years or both.
18 U.S.C. §§ 152 and 3571.

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District of New Jersey**

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VERIFICATION OF CREDITOR MATRIX

I, the Chief Financial Officer of the corporation named as the debtor in this case, hereby verify that the attached list of creditors is true and correct to the best of my knowledge.

Date: July 11, 2014

/s/ John D. Ireland

John D. Ireland/Chief Financial Officer
Signer>Title

1114 6th Avenue Co., LLC
c/o Brookfield Property Management LLC
Three World Financial Center
200 Vesey Street
New York, NY 10281-1021

1114 Trizec Swig LLC
Church Street Station
P.O. Box 6756
New York, NY 10249-6756

Aston Hill Capital Growth Fund
155 Wellington Street West, 2nd Floor
Attn: Cage Carol Lee
Toronto, Ontario
Canada M5V3L3

Aston Hill Growth & Income Fund
155 Wellington Street West, 2nd Floor
Attn: Cage Carol Lee
Toronto, Ontario
Canada M5V3L3

Aston Hill Opportunities Fund
155 Wellington Street West, 2nd Floor
Attn: Cage Carol Lee
Toronto, Ontario
Canada M5V3L3

Cannell Capital LLC
(Tristan Offshore Fund)
One Capital Place, 3rd Floor
Attn: J. Carlo Cannell
GT Grand Cayman, KY1-1103, KY

Cannell Capital LLC
(Tristan Partners), One Capital Place
3rd Floor; Attn: J. Carlo Cannell
GT Grand Cayman, KY1-1103
Cayman Islands

Crumbs Holdings, LLC
110 West 40th Street
Suite 2100
New York, NY 10118

Delrina Consolidated LTD.
120 Adelaide Street West, Suite 1204
Toronto, ON M5H 1T1

Fischer Enterprises, L.L.C.
15209 Grayson Drive
Attn: S. Scott Fisher
Edmond, OK 73013

Front Street Canadian Hedge Fund
NBCN Inc. in Trust for Front St.
Capital, Attn: Diane Gosse
130 King St. West, Ste 3000, Toronto,
Ontario Canada M5X1J9

Front Street Global Opportunities
Class, NBCN Inc. In Trust for Front
St. Capital, Attn: Diane Gosse
130 King St. West, Ste 3000, Toronto
Ontario Canada M5X1J9

Front Street Growth & Income Class
NBCN Inc. In Trust for Front St.
Capital, Attn: Diane Gosse
130 King St. West, Ste 3000, Toronto
Ontario Canada M5X1J9

Front Street Tactical Equity Class
NBCN Inc. In Trust for Front St.
Capital, Attn: Diane Gosse
130 King St. West, Ste 3000, Toronto,
Ontario Canada M5X1J9

IA Clarington Global Tactical Income
Fund, RBC Dexia Investor Servs
Attn: Carol Lee. Royal Bank Plaza
200 Bay St., South Tower-SL Level
Ontario Canada M5J2J5

Jason Bauer
196 East 75th Street
Apt. 3B
New York, NY 10021

Kitchener Investment Corp.
CIBC Wood Gundy, Cert. Sec. Dept.
161 Bay St. 10th Fl, Attn: Abid Patel
Toronto, Ontario
Canada M5J2S8

Marcandy Investments Inc.
130 King Street West
Suite 2210
Toronto, ON M5X 1A9

McAfee & Taft, P.C.
10th Floor, Two Leadership Square
211 N. Robinson
Attn: Louis J. Price
Oklahoma City, OK 73102

Redwood Income Strategies Class
CIBC Mellon Global Securities Servs
Attn: Jeffrin Mahendran
199 Bay St., Commerce Ct. W, Toronto
Ontario Canada M5L1G9

Rhoda Vyner, FBO
GMP Securities LP, ITF 400-F8P0-F
145 King Street West, Suite 300
Toronto, Ontario
Canada M5H1J8

York Plains Investment Corp.
CIBC Wood Gundy, Cert. Sec. Dept.
161 Bay St. 10th Fl. Attn: Abid Patel
Toronto, Ontario
Canada M5J2S8

United States Bankruptcy Court
District of New Jersey

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CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for Crumbs 42nd Street II, LLC in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

■ None [Check if applicable]

July 11, 2014

Date

/s/ Michael D. Sirota

Michael D. Sirota MS-4088

Signature of Attorney or Litigant

Counsel for Crumbs 42nd Street II, LLC

Cole, Schotz, Meisel, Forman & Leonard, P.A.

Court Plaza North

25 Main Street

Hackensack, NJ 07601

201-489-3000 Fax:201-489-1536